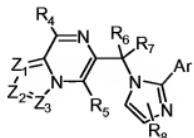


AMENDMENTS TO THE CLAIMS

1. (Currently Amended) A compound of the Formula:



or a pharmaceutically acceptable formssalt thereof, wherein:

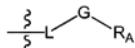
Z₁ is nitrogen or CR₄; Z₂ is nitrogen or CR₃; Z₃ is nitrogen or CR₃, wherein Z₁ and Z₂ are N and Z₃ is CR₃; or Z₁ and Z₂ are N and Z₃ is CR₃;

Ar represents 2-pyridyl, which is substituted with from 0 to 4 substituents independently chosen from halogen, hydroxy, nitro, cyano, amino, C₁-C₄alkyl, C₁-C₈alkenyl, C₁-C₈alkynyl, C₁-C₄alkoxy, mono- and di-(C₁-C₈alkyl)amino(C₀-C₈alkyl)mono- or di-(C₁-C₄alkyl)amino, C₂-C₄alkanoyl, (C₃-C₇cycloalkyl)C₀-C₂alkyl, C₁-C₂haloalkyl, and C₁-C₂haloalkoxy;

R₂, R₃, and R₄ are each independently selected from:

(a) hydrogen, halogen, nitro and cyano; and

(b) groups of the formula:



wherein:

L is a single covalent bond or C₁-C₈alkyl;

G is a single covalent bond, -N(R_B)-, -O-, -C(=O)-, -C(=O)O-, -C(=O)N(R_B)-, -N(R_B)C(=O)-, -S(O)_m-, -CH₂C(=O)-, -S(O)_mN(R_B)- or -N(R_B)S(O)_m-; wherein m is 0, 1 or 2; and

R_A and each R_B are independently selected from:

(i) hydrogen; and

(ii) C₁-C₈alkyl, C₂-C₈alkenyl, C₂-C₈alkynyl, (C₃-C₈cycloalkyl)C₀-C₄alkyl, (3- to 6-membered heterocycloalkyl)C₀-C₄alkyl, (C₆-C₁₀aryl)C₀-C₂alkyl or (5- to 7-membered monocyclic heteroaryl)C₀-C₂alkyl, each of which is substituted with from 0 to 4 substituents independently selected from halogen, hydroxy, nitro,

cyano, amino, C₁-C₄alkyl, C₁-C₄alkoxy, C₁-C₄alkanoyl, mono- and di(C₁-C₄alkyl)amino, C₁-C₄haloalkyl and C₁-C₄haloalkoxy; and

R₂ is hydrogen or C₁-C₂alkyl;

R₅ is C₁-C₆alkyl[[.]]; and

R₆ and R₇ are each independently hydrogen, halogen, methyl or ethyl or C₁-C₂alkyl; and

R₈ is 0, 1, or 2 C₁-C₂alkyl.

R₉ represents 0, 1 or 2 substituents independently chosen from halogen, hydroxy, nitro, cyano, amino, C₁-C₄alkyl, C₁-C₄alkoxy, mono- and di-(C₁-C₄alkyl)amino, C₁-C₄cycloalkyl, C₁-C₄haloalkyl and C₁-C₄haloalkoxy.

2. (Currently Amended) A compound or pharmaceutically acceptable ~~form salt~~ thereof according to claim 1, wherein R₈ represents 0 or 1 substituents selected from halogen, hydrogen, and C₁-C₂alkyl and C₁-C₂alkoxy.

3 - 4. (Canceled)

5. (Currently Amended) A compound or pharmaceutically acceptable ~~form salt~~ thereof according to claim 1, wherein Ar represents 2-pyridyl, which is substituted with from 0 to 3 to 2 substituents independently selected from chloro, fluoro, hydroxy, cyano, amino, C₁-C₄alkyl, C₁-C₄alkoxy, C₁-C₄alkylamine, C₁-C₂haloalkyl, and C₁-C₂haloalkoxy.

6. (Currently Amended) A compound or pharmaceutically acceptable ~~form salt~~ thereof according to claim 5, wherein Ar represents 2-pyridyl, which is substituted with from 0 to 3 to 2 substituents independently selected from fluoro, chloro, hydroxy, C₁-C₂alkyl, cyano, and C₁-C₂alkoxy.

7 - 8. (Canceled)

9. (Currently Amended) A compound or pharmaceutically acceptable form salt thereof according to claim 1 wherein R₂, R₃, and R₄ are is independently selected from hydrogen, hydroxy, halogen, cyano, C₁-C₆alkyl, C₁-C₆alkoxy, C₃-C₇cycloalkyl, C₁-C₂alkoxyC₁-C₆alkyl, C₁-C₄hydroxymethyl, C₁-C₂haloalkyl, C₁-C₂haloalkoxy, C₁-C₄carboxylate, mono- and di-(C₁-C₆alkyl)amino, phenylC₀-C₁alkyl, pyridylC₀-C₁alkyl, and (4- to 76-membered heterocycloalkyl)C₀-C₁alkyl.

10. (Currently Amended) A compound or pharmaceutically acceptable form salt thereof according to Claim 9, wherein R₄ is independently chosen from hydrogen, methyl and ethyl.

11-18. (Canceled)

19. (Currently Amended) A compound or pharmaceutically acceptable form salt thereof according to claim 1, wherein R₆ and R₇ are both hydrogen.

20. (Canceled)

21. (Currently Amended) A compound or pharmaceutically acceptable form salt thereof according to claim 1 wherein R₅ is ethyl, propyl, or butyl.

22. (Currently Amended) A compound or pharmaceutically acceptable form salt thereof according to claim 1, wherein the compound is chosen from:

5-propyl-6-(2-pyridin-2-yl-imidazol-1-ylmethyl)-[1,2,4]triazolo[4,3-a]pyrazine; and
3-methyl-5-propyl-6-(2-pyridin-2-yl-imidazol-1-ylmethyl)-[1,2,4]triazolo[4,3-a]pyrazine;
3-methyl-6-[2-(3-methyl-[1,2,4]triazolo[4,3-a]pyridin-5-yl)-imidazol-1-ylmethyl]-5-propyl-[1,2,4]triazolo[4,3-a]pyrazine;
6-[(2-(3-fluoropyridin-2-yl)-1H-imidazol-1-yl)methyl]-5-propyl-[1,2,4]triazolo[1,5-a]pyrazine; and
6-[(2-(3-fluoropyridin-2-yl)-1H-imidazol-1-yl)methyl]-2-methyl-5-propyl-[1,2,4]triazolo[1,5-a]pyrazine;

23 - 25. (Canceled)

26. (Currently Amended) A pharmaceutical composition comprising a compound or pharmaceutically acceptable form salt thereof according to claim 1 in combination with a pharmaceutically acceptable carrier or excipient.

27. (Original) A pharmaceutical composition according to claim 26, wherein the pharmaceutical composition is formulated as an injectible fluid, an aerosol, a cream, a gel, a pill, a capsule, a syrup, or a transdermal patch.

28. (Withdrawn, Currently Amended) A method for the treatment of anxiety, depression, or a sleep disorder-comprising administering to a patient in need of such treatment a GABA_A receptor modulatory amount of a compound or pharmaceutically acceptable form salt thereof according to claim 1.

29-38. (Canceled)

39. (New) A compound or pharmaceutically acceptable salt thereof according to claim 9, wherein R₃ is hydrogen, halogen, C₁-C₄alkyl, C₁-C₄alkoxy, C₃-C₇cycloalkyl, C₁-C₂alkoxyC₁-C₂alkyl, C₁-C₂hydroxyalkyl, fluoromethyl, difluoromethyl, trifluoromethyl, phenylC₀-C₁alkyl, and pyridylC₀-C₁alkyl.